

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT TO OIL, GAS, AND MINERAL LEASE

Reference is hereby made to that certain Oil and Gas Lease (hereinafter referred to as "Lease") dated the 23rd day of February 2007, by and between David & Eunice Rister, Husband and Wife, as Lessor, whose address is 1605 Long Ave., Fort Worth, Tx., 76114 and Western Production Company, as Lessee, whose address is 801 Cherry Street, Suite 3850, Unit 39, Fort Worth, Texas 76102, which Lease is recorded by Oil, Gas and Mineral Lease in the Deed Records of Tarrant County as Document No. D207074589 covering the following described lands located in Tarrant County, Texas.

WHEREAS, the Lease has been included in the following conveyances:

Conveyance, Assignment and Bill of Sale by and between Western Production Company, et al. as grantor and Chesapeake Exploration, L.L.C. as grantee recorded as Document No. D208022001 Deed Records, Tarrant County, Texas;

Partial Assignment by and between Chesapeake Exploration, L.L.C. as assignor and Total E&P USA, Inc. as assignee recorded as Document No. D210019134, Deed Records, Tarrant County, Texas.

WHEREAS, Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease and desires to correct the Lease as follows.

WHEREAS, the aforementioned assignees and grantees are collectively referred to as "Assignees."

WHEREAS, the Leased Premises described in the Oil, Gas and Mineral Lease reads as follows:

.165 acres of land, more or less, being Lot 19, Block 3 of the Rockwood Terrace Addition, an addition to the City of Fort Worth, as shown in the map or plat thereof recorded in Volume 388-1, Page 491, Plat Records of Tarrant County, Texas. This Lease covers all of the land described above, and in addition it also covers accretions and any small strips of parcels of land, or any vacancies or excess acreage, now or hereafter owned by Lessor, or which are contiguous or adjacent to the above described land.

WHEREAS it is the desire of said Lessors and Assignees to correct only the legal description in the Lease.

NOW THEREFORE, the undersigned do hereby delete only the legal description in Paragraph No. 1 of said lease as described above and in its place insert the following:

0.165 acres, more or less, out of the S. M. Hagerty Survey, Abstract No. 655, Tarrant County, Texas, being Lot 19, Block 3, Rockwood Terrace Addition (Second Filing), an Addition to the City of Fort Worth, Tarrant County, Texas, according to Plat and Dedication dated June 4, 1946, recorded in Volume 1809, Page 526, Deed Records, Tarrant County, Texas. This Lease covers all of the land described above, and in addition it also covers accretions and any small strips of parcels of land, or any

vacancies or excess acreage, now or hereafter owned by Lessor, or which are contiguous or adjacent to the above described land.

It is understood and agreed by all parties hereto that in all other respects, the lease and prior provisions shall remain in full force and effect. Furthermore the undersigned do hereby ratify, adopt and confirm said Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Assignees, the present owner of the Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Lease as hereby amended.

This agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

EXECUTED the 15 day of July, 2010, but for all purposes effective February 23, 2007.

Lessor: David Rister

David W. Rister
David Rister

Lessor: Eunice Rister

Eunice E. Rister
Eunice Rister

Assignee:

**CHESAPEAKE EXPLORATION, L.L.C.
An Oklahoma Limited Liability Company**

By: _____
Henry J. Hood, Sr. Vice President - Land and Legal & General Counsel

Assignee:

TOTAL E&P USA, INC., a Delaware corporation

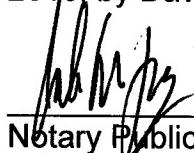
By: Eric Bonnin
Eric Bonnin
Vice President, Business Development & Strategy

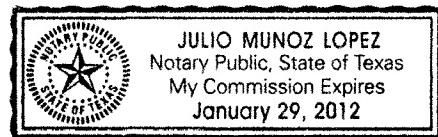
ACKNOWLEDGEMENTS

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 15 day of July,
2010, by David Rister.

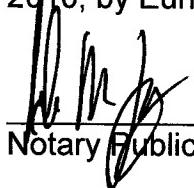

Notary Public State of Texas

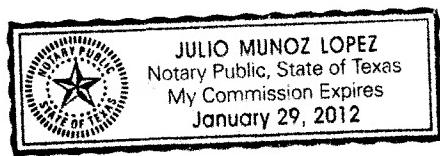


STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 15 day of July,
2010, by Eunice Rister.

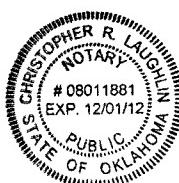

Notary Public State of Texas

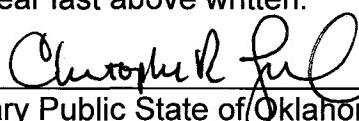


STATE OF OKLAHOMA §
COUNTY OF OKLAHOMA §

Before me, the undersigned, a Notary Public in and for said County and State, on this
16th day of September, 2010, personally appeared Henry J. Hood, Senior Vice
President – Land and Legal & General Counsel of **Chesapeake Exploration, L.L.C.**, an
Oklahoma Limited Liability Company, to me known to be the identical person who
subscribed the name of the maker thereof to the foregoing instrument and
acknowledged to me that he executed the same as his free and voluntary act and deed
and as the free and voluntary act and deed of such corporation, for the uses and
purposes therein set forth.

Given under my hand and seal the day and year last above written.

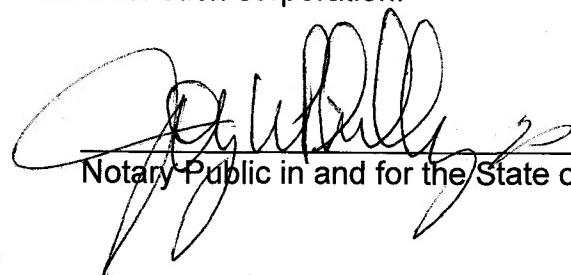



Notary Public State of Oklahoma

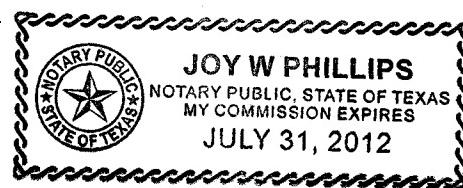
My Commission Expires: _____
My Commission Number: _____

STATE OF TEXAS)
COUNTY OF HARRIS)

The foregoing instrument was acknowledged before me this 24th day of
September, 2010, by Eric Bonny, Vice President, Business Development & Strategy
of TOTAL E&P USA, INC., a Delaware corporation, as the act and deed and
behalf of such corporation.



Notary Public in and for the State of Texas

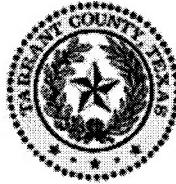


Dale Property Services, L.L.C.

ATTN: Alexis Logan, Curative
500 Taylor Street, Suite 600
Annex Building
Fort Worth, Texas 76102

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

DALE PROPERTY SERVICES
500 TAYLOR ST
FORT WORTH, TX 76102

Submitter: DALE RESOURCES LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 10/13/2010 8:35 AM

Instrument #: D210252582

LSE	5	PGS	\$28.00
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By: Suzanne Henderson

D210252582

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: CAMADDOCK